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MAY 01 2007

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

DOCKET FILE COPY ORIGINAL

FEDERAL COMMUNICATIONS COMMISSION

WC 07-99

Approved by OMB  
3060-0589  
Page No. \_\_\_\_ of \_\_\_\_

(1) LOCKBOX #		REMITTANCE ADVICE		SPECIAL USE	
				FCC USE ONLY	
(2) PAYER NAME (If paying by credit card enter name exactly as it appears on your card) TECHNOLOGIES MANAGEMENT, INC				(3) TOTAL AMOUNT PND (U S > Dollars and cents) \$965 00	
(6) CITY WINTER PARK		(7) STATE FLORIDA		(8) ZIP CODE 32789	
407-740-8575					
FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED					
(11) PAYER (FRN) (12) FCC USE ONLY					
(16) CITY TAMPA		(17) STATE FLORIDA		(18) ZIP CODE 33618	
(19) DAYTIME TELEPHONE NUMBER (Include area code) 813-933-6167		(20) COUNTRY CODE (If not in U S A)			
(23A) CALL SIGN/OTHER ID		(24A) PAYMENT TYPE CODE CUT		(25A) QUANTIN 1	
(26A) FEE DUE FOR (PTC)		(27A) TOTAL FEE \$965 00		FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2			
(26B) FCC DUE FOR (PTC)					
(28B) FCC CODE 1					
SECTION D - CERTIFICATION					
CERTIFICATION STATEMENT					
I, <u>Monique Byrnes</u> , Consultant, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.					
SIGNATURE <u>Monique Byrnes</u>		DATE: <u>April 30, 2007</u>			
SECTION E - CREDIT CARD PAYMENT INFORMATION					
ACCOUNT NUMBER _____					
EXPIRATION DATE _____					
I hereby authorize the FCC to charge my credit card for the service(s) / authorization herein described					
SIGNATURE _____		DATE _____			



210 N. Park Ave.  
Winter Park, FL  
32789

P.O. Drawer 200  
Winter Park, FL  
32790-0200

Tel: 407-740-8575  
Fax 407-740-0613  
tmi@tminc.com

April 30, 2007  
Via Overnight Delivery

Ms. Marlene H. Dortch, FCC Secretary  
Federal Communications Commission  
c/o Mellon Bank  
Post Office Box 358145  
Pittsburgh, PA 15251-5145

**RE:** Notice of Transfer of Control  
In the Matter of the Joint Application of Communications Xchange, LLC and Trinsic Communications, Inc., for Authority pursuant to Section 214 of the Communications Act of 1934, as Amended, to Transfer Certain Customers of an Authorized Domestic and International Carrier.

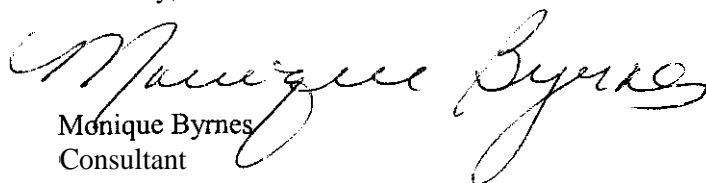
Dear Ms. Dortch

Enclosed for filing please find one (1) original and one (1) copy of the Notice of Transfer of Control filed on behalf of Communications Xchange, LLC ("CommX") and Trinsic Communications, Inc. ("Trinsic") along with the filing fee of \$965.00.

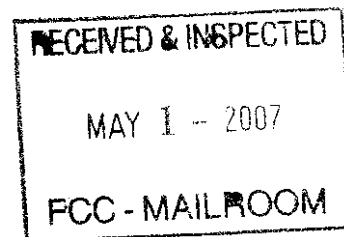
Please acknowledge receipt of this filing by returning, file-stamped, the extra copy of this cover letter in the self-addressed, stamped envelope enclosed for this purpose.

Any questions you may have regarding this transaction should be directed to my attention at (407) 740-3005 or via email to [mbvrnest7@tminc.com](mailto:mbvrnest7@tminc.com). Thank you for your assistance.

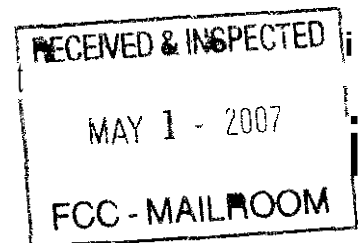
Sincerely,

  
Monique Byrnes  
Consultant

cc: M. Reith, Trinsic  
D. Heise, CommX  
file: Trinsic - CommX  
tms: FCx0701



Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554



In the Matter of the Joint Application of )  
Communications Xchange, LLC and )  
Trinsic Communications, Inc., )  
for Authority pursuant to Section 214 of the )  
Communications Act of 1934, as Amended, )  
to Transfer Certain Customers of an )  
Authorized Domestic and International )  
Camer )

Docket No. \_\_\_\_\_

**DOMESTIC AND INTERNATIONAL 214 TRANSFER OF CONTROL APPLICATION**

**I. INTRODUCTION**

Communications Xchange, LLC ("CommX" or "Transferee") and Trinsic Communications, Inc. ("Trinsic" or "Transferor") (together "Applicants"), pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. Section 214, and Sections 63.03, 63.04(a), and 63.18 of the Commission's Rules, 47 C.F.R. Sections 63.03, 63.04(a), and 63.18, hereby request authority to enable CommX to acquire certain customers of Trinsic. The proposed transaction will not result in a loss or impairment of service to Trinsic customers that would be affected by the proposed transaction. This application is therefore submitted as a streamlined transfer of control pursuant to Section 63.03 and 63.18 of the Commission's rules.

**II. SUMMARY OF THE PROPOSED TRANSACTION**

CommX is a Florida based local exchange and long distance carrier certified to provide local and long distance service in Florida and New **York**. CommX also has international Section 214 global resale authority pursuant to FCC rules (ITC-214-20021018-00504).

Trinsic is a Florida-based local exchange and long distance carrier. Trinsic is registered, licensed or otherwise authorized to provide local and long distance services nationwide. Trinsic also has international Section 214 global resale authority pursuant to FCC rules (ITC-214-19980507-00300), and will retain this authority following the transaction.

Applicants have entered into an Asset Purchase Agreement whereby CommX will acquire those Trinsic customers in Florida and New York who currently are provided service via Trinsic switches in those two states. The customer base transfer does not involve all current Trinsic customers in these states. The customer base transfer is scheduled to take place as follows: Customers will begin to be transferred beginning in May 2007. The proposed transfer is subject to certain state required notifications and/or approvals. Applicants emphasize that the transition of Trinsic's customers will be seamless and virtually

transparent to the affected customers. Following the transfer, CommX will provide long distance and local exchange service under the same rates, terms and conditions as the customers currently receive from Trinsic. Trinsic's customers will not incur any charges as a result of the change in service provider from Trinsic to CommX.

In accordance with state and Commission rules, Applicants are providing or have provided written notice to affected Trinsic customers informing them of the proposed transaction. Service to these customers will not be transferred until the requisite regulatory approvals have been obtained. In addition, Trinsic has filed with the Commission the notice and certification required by Section 64.1120(e) of the Commission's rules. Applicants seek to consummate the proposed transaction on an expedited basis so that CommX may integrate the acquired customers into its existing business in an orderly fashion, and at the same time expand its presence in the regional market which it serves.

### **III. ADDITIONAL INFORMATION REQUIRED BY SECTIONS §63.04 & 663.18 (h)-(p)**

In support of this Application, Applicants provide the following summary information pursuant to §63.04 and §63.18 (h)-(p) of the Commission's rules:

#### **a) Contact Information**

Transferor: Trinsic Communications, Inc. f/k/a Z-Tel Communications, Inc  
601 South Harbour Island Boulevard, Suite 220  
Tampa, Florida 33602  
Telephone: 813-273-6261  
Facsimile: 813-273-4620  
FRN: 0004-3283-32

Transferee: Communications Xchange, LLC  
3550 W. Busch Boulevard, Suite 320  
Tampa, FL 33618  
Telephone: 813-933-6767  
Facsimile: 813-931-7369  
FRN: 0007759129

#### **b) State of Incorporation**

Transferor: Trinsic is incorporated under the laws of the state of Delaware.

Transferee: CommX is incorporated under the laws of the state of Florida.

c) **Contact persons for this Application**

Questions concerning this application may be directed to:

Monique Byrnes  
Technologies Management, Inc.  
210 N. Park Avenue  
Winter Park, Florida 32789  
Telephone: 407-740-3005  
Facsimile: 407-740-0613  
E-mail: mbyrnes@tminc.com

with a copy to: Peggy Rubino, Senior Vice President, Regulatory & Legal Affairs  
Trinsic Communications, Inc.  
601 South Harbour Island Boulevard, Suite 220  
Tampa, Florida 33602  
Telephone: 813-233-4628  
Facsimile: 813-233-4620

and: Dave Heise, Vice President, CommX Retail Services  
Communications Xchange, LLC  
3550 Buschwood Park Drive, Suite 320  
Tampa, FL 33618  
Telephone: 813-933-6767  
Facsimile: 813-931-7369

d) **Equity Ownership**

The following individuals directly own ten percent or more of Petitioners.

CommX is a wholly owned subsidiary of CommX Holdings, Inc., a U.S. Company. CommX ownership is as follows: Michael A. Viren, Chief Executive Officer has a 56% equity share in the company. Michael A. Viren is a U.S. citizen. All other officers and directors of the company own 26% as a group and all are U.S. citizens. No individual, other than Michael A. Viren owns an equity share of more than 10%. No one in the remaining 18% owns 10% or more equity in the company.

Trinsic is a wholly owned subsidiary of Trinsic, Inc., a U.S. company. Trinsic, Inc. is 80% owned by the 1818 Fund III, L.P. ("1818 Fund"). The 1818 Fund is managed by Brown Brothers Harriman & Company ("Brown Brothers"), a U.S. company. Brown Brothers is managed by two partners, Michael Long and Larry Tucker, both U.S. citizens whose primary business is venture capital, and who may be reached at 140 Broadway, New York, New York 10005.

On February 7, 2007, Trinsic Communications, Inc. filed for bankruptcy protection under Chapter 11 of the bankruptcy code in the United States Bankruptcy Court for the Southern District of Alabama, ("In Re Trinsic, Inc., et al." Case # 07-10324. ). Under the supervision of the Bankruptcy Court, Trinsic entered into an Asset Purchase Agreement to sell substantially all of its assets to Tide acquisition Corporation on March 21, 2007. Tide subsequently assigned its rights and obligations under the APA to Matrix Telecom, Inc. The Asset Purchase Agreement requires the sale to be completed within 75 days, or on or before June 4, 2007.

e) **Certification**

CommX and Trinsic each certify pursuant to Sections 1.2001 through 1.2003 of the Commission's rules that no party to this Application is subject to a denial of Federal benefits, as provided in the Anti-Drug Abuse Act of 1988, 21 U.S.C. §3301.

f) **Geographic Areas Served**

CommX is certified to provide local and long distance service in Florida. CommX has a certification application pending in New **York** with a tariff scheduled to be effective January 5, 2007. Trinsic is registered, licensed or otherwise authorized to provide local exchange and long distance services nationwide with the exception of Alaska.

g) **Streamlined Treatment**

Applicants submit that the proposed transaction would result in CommX's market share in the local and long distance market to be substantially less than ten percent. CommX provides competitive telecommunications and exchange access services exclusively in geographic areas served by a dominant local exchange carrier that is not a party to this transaction. Neither applicant is dominant with respect to any service. Therefore, this Application presumptively qualifies for streamlined processing pursuant to Section 63.03(b)(2)(i) of the Commission's rules.

h) **Related FCC applications**

None.

i) Special Consideration

None.

j) Waiver Requests

Applicants have not filed any waiver requests in conjunction with the proposed transaction.

k) Public Interest Considerations

The proposed transaction will serve the public interest by ensuring no interruption of service or inconvenience to the affected customers, and the affected customers will receive the same rates, terms and conditions of service backed by the support services of CommX, a growing and highly competitive carrier. Because CommX will provide service to Trinsic's former customers at the same rates, terms and conditions of service as they currently receive from Trinsic, the transaction will be virtually transparent to Trinsic's customers in terms of the service they receive. Moreover, as set forth above, Applicants have provided or will provide written notice of the proposed transaction to ensure that Trinsic customers will understand how the proposed change in service providers will affect them.

l) Additional information Required by §63.18 (h)-(p)

(h) CommX certifies that there exist no interlocking directorates with any foreign carrier.

(i) **CommX** certifies that it is not a foreign carrier, nor is it affiliated with nor does it control a foreign carrier as defined in Section 63.09(d), in any destination market.

(j) CommX does not seek to modify its current international authority with this customer base transfer. CommX is not a foreign carrier in any country; does not control a foreign carrier in any country; and no **25** percent or more owner of CommX controls a foreign carrier in any country.

(k) Not applicable.

(l) Not applicable.

(m) Not applicable.

(n) CommX certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route, where the foreign

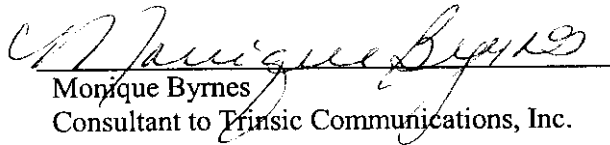
carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market, and will not enter into such agreements in the future.

- (o) CommX certifies that neither CommX nor any party to this application is subject to a denial of Federal benefits, as provided in the Anti-Drug Abuse Act of 1988, 21 U.S.C. 853a.
- (p) CommX requests streamlined processing of this application pursuant to Section 63.12. In support of this request, CommX states that it is not affiliated with a foreign carrier in a destination market, is not affiliated with a dominant U.S. **carrier** whose international switched or private line services it plans to resell, nor does it seek authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines.

For these reasons, the grant of this Application is consistent with the public interest.

Respectfully Submitted,

By:

  
Monique Byrnes  
Consultant to Trinsic Communications, Inc.

Dated April 30, 2007




VERIFICATION

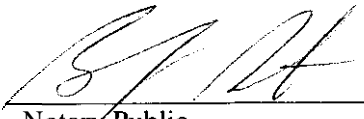
STATE OF FLORIDA

COUNTY OF Hillsborough

I, Michael A. Viren, being first duly sworn, do hereby certify, depose and state that I am Chief Executive Officer for CommX Holdings, Inc., the parent company of Communications Xchange, LLC, and that I am authorized to make this verification on behalf of Communications Xchange, LLC.; that I have read **the** foregoing Petition; and that the facts stated therein are true and correct to the best of my knowledge, information and belief.

  
\_\_\_\_\_  
Michael A. Viren  
Chief Executive Officer  
CommX Holdings, Inc.

Subscribed and sworn to before me, a Notary Public, this 20<sup>th</sup> day of April 2007

  
\_\_\_\_\_  
Notary Public  
NOTARY PUBLIC-STATE OF FLORIDA  
Beverly Privette  
Commission # DD603173  
Expires: OCT. 28, 2010  
BONDED THRU ATLANTIC BONDING CO., INC.

My Commission expires: 10 28 10

VERIFICATION

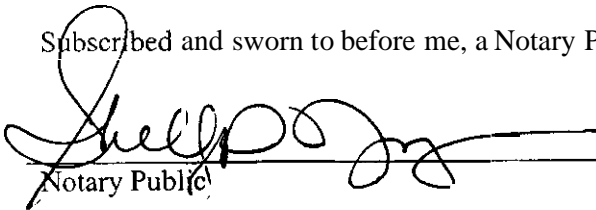
STATE OF ALABAMA  
COUNTY OF ESCAMBIA

I, Donald Davis, being first duly sworn, do hereby certify, depose and state that I am Chief Financial Officer of Trinsic Communications, Inc., and that I am authorized to make this verification on behalf of Trinsic Communications, Inc.; that I have read the foregoing Petition; and that the facts stated therein are true and correct to the best of my knowledge, information and belief.

  
Donald Davis

Chief Financial Officer  
Trinsic Communications, Inc.

Subscribed and sworn to before me, a Notary Public, this 24<sup>th</sup> day of April 2007

  
Notary Public

My Commission expires: 4-21-2008



Customers Name  
Customers Address  
City, State, Zipcode

Month day, 2007

**YOUR SERVICE WILL BE TRANSFERRED TO COMMx UNLESS YOU CHOOSE A NEW LOCAL  
TELEPHONE SERVICE PROVIDER BY MAY 15, 2007**

Customers Name

You previously received a letter informing you that Communications Xchange LLC ("CommX") had entered into an agreement to acquire, subject to regulatory approval, from Trinsic Communications, Inc. ("Trinsic") certain Trinsic communications service contracts in the state of New York. The companies encountered some unexpected delays in converting your service. However, CommX will shortly assume responsibility for all services previously provided to you by Trinsic. CommX is excited about the opportunity to provide your service and looks forward to a long and successful business relationship.

CommX will be providing you the same class of service you enjoy today, but with the availability of even greater functionality such as call **attendant** and message waiting indication. You will retain your current contract, rates, discounts and Terms and Conditions of services, and there will be no change to any phone numbers, **DIDs** or Toll Free numbers.

The agreement between CommX and Trinsic has been structured in such a way for there to be minimal impact to your operations. A representative of CommX will be contacting you shortly to discuss any questions you may have and review a scheduled **timeline** of transition.

You will not incur any charges for the transfer of services to CommX. and no action is required from you regarding this changeover.

You do have the right to select a different carrier; however, termination charges may apply under your current contract. If you choose to receive service from a different carrier, you must contact that carrier directly to transfer your service by May 15, 2007. If you select a new carrier **after** that date, your change can only be put into effect after the change to CommX and will therefore be delayed. If you select a new carrier, you should also contact your current long distance provider to ensure that your current long distance calling plan is not changed as a result of your change in local service. **If** you do not contact your long distance provider, you may be charged basic rates (non-calling plan rates) for long distance calls.

Please be aware that you are responsible for paying all bills rendered to you by Trinsic during this transition. You may be subject to suspension or termination of your phone service in accordance with Public Service Commission rules if you fail to pay your telephone bill.

CommX and Trinsic have notified the FCC & the New York Public Service Commission regarding the transfer. The FCC will normally authorize this proposed transfer of service unless it is shown that customers will be unable to receive service or a reasonable substitute from another carrier or that the public convenience and necessity is otherwise adversely affected. If you wish to object, you should file your comments within 15 days after receipt of this notification. Address comments to the Federal Communications Commission, Washington, DC 20554, referencing the § 63.71 Application of Trinsic Communications, Inc. Comments should include specific **information** about the impact of this proposed transfer upon you or your company, including any **inability** to acquire reasonable substitute service.

If you have any questions or complaints about this transaction prior to service transfer, you may contact Trinsic Communications at 1-888-874-6742 or Commx at 813-933-6767 x123. After service transfer, you will be able to reach CommX at 1-888-874-6742.

About Communications Xchange, LLC

CommX is an integrated voice and data provider using VoIP technology to supply voice services to business customers. Communications Xchange, LLC is certified as a CLEC for local telephone service and as an Inter-exchange Carrier (IXC) for long distance telephone service.

A pioneer and leading provider of wholesale hosted softswitch and Public Switched Telephone Network (PSTN) interconnection services, CommX offers its softswitch PSTN Interconnection services on a wholesale basis to voice resellers, systems integrators and interconnect organizations serving customers throughout the continental U.S.

CommX looks forward to continuing to provide you with quality service for many years to come

Sincerely,

Trinsic Communications, inc. and CommunicationsXchange, LLC